

RECORD OF PROCEEDINGS

MINUTES OF A JOINT MEETING OF
THE BOARD OF DIRECTORS OF THE
TALLYN'S REACH AUTHORITY AND
TALLYN'S REACH METROPOLITAN DISTRICT NOS. 2 AND 3
HELD
JULY 19, 2022

A joint meeting of the Boards of Directors of the Tallyn's Reach Authority, and the Tallyn's Reach Metropolitan District Nos. 2 and 3 (referred to hereafter as the "Board" and/or "Boards") was convened on Tuesday, July 19, 2022, at 6:00 p.m. This joint meeting was held at the Tallyn's Reach Clubhouse, 24900 E. Park Crescent Drive, Aurora, Colorado 80016 and via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors in Attendance for the Authority:

David Patterson, President, attending in person
BJ Pell, Vice-President/Assistant Secretary
Harry Yosten, Treasurer, attending in person
Mike Dell'Orfano, Assistant Secretary, attending in person
Brian Crandall, Assistant Secretary

Directors in Attendance for MD 2:

BJ Pell, President
William Barcus, Vice President/Treasurer
Brian Baisch, Secretary

Directors in Attendance for MD 3:

Mike Dell'Orfano, President, attending in person
Harry Yosten, Vice President/Treasurer, attending in person
David Patterson, Secretary, attending in person
Julie Huygen, Assistant Secretary
Brian Crandall, Assistant Secretary

Also in Attendance Were:

Blair Dickhoner, Esq.; White Bear Ankele Tanaka & Waldron ("WBA")
Celeste Terrell, Nic Carlson, Shelby Clymer and Terri Boroviak;
CliftonLarsonAllen LLP ("CLA")
Angela Casias and Revecca Balancier; Axiom of Purpose
Taylor Goertz; IMEG Corp.
Isabell Rodau and Kimberly Armitage; YMCA

Public in Attendance Were:

20 homeowners were in attendance in person;
24 homeowners were in attendance virtually.

ADMINISTRATIVE MATTERS

Call to Order: The meeting was called to order at 6:01 p.m.

RECORD OF PROCEEDINGS

Agenda: Following review and discussion, upon a motion duly made and seconded, upon vote, unanimously carried, the Boards approved the Agenda, as amended to move the engineering updates (Item V.A.) for discussion prior to Financial Matters.

Disclosures of Potential Conflicts of Interest: Attorney Dickhoner advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Attorney Dickhoner reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Attorney Dickhoner inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain quorums or to otherwise enable the Boards to act.

Quorum: A quorum was confirmed for each Board for the meeting, the meeting location and posting of meeting notice.

Public Comment:

Julie Andersen, President of the Tiger Sharks Swim Time, addressed the Board and stated her concern over the Board not allowing the swim team to use the pool on Saturdays. She asked the Board to consider allowing use of the pool for 2 or 3 Saturdays in 2023 (preferably 3). The Board suggested that the swim team topic be discussed before March 2023.

The following residents voiced their support of the Tiger Sharks Swim Team: Julie Andersen, Claire Andersen, Jamie Davidson, Shannon Hayes, Dan Summer, Andre Scott, Bart Williams, Linda Wiggs, TenEyck LaTourette, Ryan Anderson, Melissa Montgomery, Dan Shaw, Joana, Sarabeth Howard, Sandy, Beckley, Toni Hume, Drew Beckley and Clara Lin.

Heidi Hendrick expressed her concern over landscaping and the dead grass by the school.

Drew Beckley inquired about the emails received from Purple Land Management. The Board noted that this is an item on the agenda to be discussed.

Shannon Hayes noted her concern over the trail area not being maintained properly. Director Yost explained in detail the maintenance plan for native areas as recommended by Ark Ecological which includes not mowing the native areas. Weed management is currently under way and re-vegetation and re-seeding will take place next years.

Linda Wiggs discussed the condition of Tract E.

RECORD OF PROCEEDINGS

CONSENT AGENDA

Mr. Carlson reviewed the Consent Agenda with the Boards and noted that any item may be removed from the Consent Agenda to the regular Agenda upon the request of any Director. Upon a motion duly made and seconded, upon vote, unanimously carried, the following items on the Consent Agenda were approved, ratified and/or adopted, as appropriate.

- A. **Authority, MDs 2 & 3:** Approval of Minutes of June 6, 2022 Joint Special Meeting.
- B. **Authority:** Agreements to be ratified:
 - a. Independent Contractor Agreement with Ark Ecological Services, LLC for reseed and restore at the Fultondale Ottawa open space area.
 - b. Independent Contractor Agreement with The Young Men's Christian Association of Metropolitan Denver, dba YMCA of Metropolitan Denver for 2022 pool management services.
 - c. Independent Contactor Agreement with Brightview Landscape Services, Inc. for Aurora Parkway median renovation.
 - d. Independent Contactor Agreement with Brightview Landscape Services, Inc. for top dress wood mulch.

ENGINEERING UPDATES

Report from Taylor Goertz: Taylor Goertz provided an update on roadway assessment. Director Yosten asked which streets are the highest priority. Mr. Goertz explained the proposed asphalt and concrete roadway repairs. He recommended to advertise for the project in November 2022 for work to begin in 2023. The Board directed Mr. Goertz to advertise for the project in November/December 2021 and the Board will roll over \$135,000 into the 2023 Budget for the project.

Mr. Goertz provided an update on the retaining wall project and Buchanan Court projects. IMEG staff has been trying to set up pre-submittal meetings with the City of Aurora but has not yet been successful. They will continue to request the pre-submittal meetings.

FINANCIAL MATTERS

Claims: Ms. Clymer provided an overview of the claims. Following review and discussion, upon a motion duly made and seconded, upon vote, unanimously carried, the Board approved the claims as presented.

Unaudited Financial Statements and Schedule of Cash Position: Ms. Clymer reviewed the unaudited financial statements as of May 31, 2022 and the schedule of cash position updated as of July 11, 2022. Following review and discussion, upon a motion duly made and seconded, upon vote, unanimously carried, the Board approved the unaudited financial statements as of May 31, 2022 and the schedule of cash position updated as of July 11, 2022, as presented.

LEGAL MATTERS

Consolidation Process: Attorney Dickhoner provided an update and noted that the hearing is scheduled for August 4th.

RECORD OF PROCEEDINGS

MDs 2 & 3 – Joint Resolution in Support of Consolidation: Attorney Dickhoner provided an overview of the Joint Resolution. Director Huygen suggested revising the language in the Resolution to reflect a summary of what the Districts are trying to accomplish and what owners will see on the ballot. Following review and discussion, upon a motion duly made, seconded and, upon vote, unanimously carried, the Boards adopted the Joint Resolution in Support of Consolidation, subject to final review by Axiom of Purpose, the consolidation committee and legal counsel.

Authority – Services to Cherry Creek School District (“CCSD”) and City of Aurora (“COA”) and Related Costs: Attorney Dickhoner provided an update and noted that they are making progress with the CCSD on irrigation and maintenance responsibilities. Brian with ET Irrigation is to meet with CCSD regarding the irrigation. Attorney Dickhoner has been working with City of Aurora’s attorney regarding who is responsible for maintaining City owned property. Following an extensive discussion, the Board would like to offer to turn irrigation back on in CCSD areas if CCSD agrees to mow grass and maintain trees with the expectation that a full resolution would be decided by the end of 2022.

Director Patterson will have a conversation with Francoise Bergan regarding the COA issue. The Board agreed to turn irrigation back on and mow in the COA areas through the end of 2022, while continuing to pursue resolution with the COA.

MANAGER MATTERS **Engineering Updates:** Discuss earlier in the meeting.

Public Outreach and Consolidation Information: Ms. Balancier and Ms. Casias with Axiom of Purpose provided an update and noted that materials for the consolidation election have been updated and sent to the Board and legal counsel for final approval.

ESRI: Mr. Carlson reported that the map has been completed and uploaded to the Districts’ website – www.TallynsReachMetroDistrict.com.

Landscape: Mr. Carlson provided a landscape update. Turf to native and xeriscaping of the medians are underway, and the Authority is eligible for \$21,000 rebate from the City of Aurora for the turf to native conversion. Monuments are in the permitting and design process. The street sign project is completed. Mulch bed project is currently on hold due to mulch prices increasing. Tree replacement is to take place this fall with the landscaping committee to meet in September to discuss the 2023 projects and tree replacement.

Native Grass Management: This was discussed during Public Comment. Director Yosten did provide some additional information and noted that new native flowers are blooming. There was discussion on if the Authority can

RECORD OF PROCEEDINGS

do more to educate owners on native maintenance plan. The Board directed staff of CliftonLarsonAllen LLP to add a layer to the ESRI map on the website to show the native areas.

Non-Authority Properties and Adjacent Streetscapes: This was discussed previously under Legal Matters.

CliftonLarsonAllen LLP Work and Extra Expenses in May and Future Billings: Mr. Carlson provided information in regard to out of scope work that has occurred, including the mapping project, CORA request, and consolidation efforts.

Pool:

Additional Staffing – Mr. Carlson reported that the pool was very busy on the 4th of July resulting in the need for an extra lifeguard at an additional cost. Director Pell approved the additional lifeguard and expense. One lifeguard can watch up to 25 people. The Board would like the YMCA to provide an additional lifeguard to the pool moving forward, as needed.

Extended Pool Season – The YMCA staff provided an update and noted that there may not be enough available lifeguards to extend the pool season. They would only be able to stay open on weekends from 11:00 a.m. to 5:00 p.m. if enough staff is available. They have requested that lifeguards respond with their availability no later than August 1st and will provide updated information to the Board after that time.

Pool and Clubhouse – Ms. Rodau provided updates. The awning has been installed with fabric to be installed on Friday. The front doors of the clubhouse have been painted. Camera signs are installed around the pool and noted that two trespassing situations have occurred so far this year. Lawn chairs have been repaired. New lifeguard umbrellas are to be delivered this week. New pool rope is installed, and a new pool vacuum has been shipped. Ms. Rodau also reported that they are continuing to give out popsicles to the pool patrons.

Security Patrols and License Plate Monitoring: Mr. Carlson reviewed the documents and provided an update. The Aurora Police Department is to provide an update on crime in the area at the September meeting. CliftonLarsonAllen LLP will poll the Board on the interest with adding security measures.

Mineral Resources Inquiry: Mr. Carlson and Director Baisch provided an overview of the inquiry. The Board directed Attorney Dickhoner to contact an oil and gas attorney to investigate this further and authorized the engagement of this special counsel.

RECORD OF PROCEEDINGS

Dumpster Day: The Board determined that the Master HOA should coordinate this service and offered financial support if the HOA decides to pursue.

Report form ET Irrigation: Director Yosten provided an overview of the report that was sent out post packet.

OTHER MATTERS

Authority – Quorum for Next Regular Board Meeting on September 20, 2022 at 6:00 p.m.: The Board confirmed an anticipated quorum and reported that the meeting will be held in person and virtually.

ADJOURNMENT

There being no further business to come before the Boards, upon a motion duly made and seconded, upon vote, unanimously carried, the Boards adjourned the meeting at 9:47 p.m.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting

DocuSigned by:



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Secretary for the Meeting – Tallyn's Reach Authority

DocuSigned by:



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Secretary for the Meeting – Tallyn's Reach MD 2

DocuSigned by:



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Secretary for the Meeting – Tallyn's Reach MD 3

Certificate Of Completion

Envelope Id: 7CF36C031BC543728EE6BDAD8E77AFA3	Status: Completed
Subject: Complete with DocuSign: Tallyn's Reach - Minutes - 07-19-2022 Joint Mtg (Auth, MDs 2 & 3)	
Client Name: Tallyn's Reach Auth	
Client Number: A267075-OS07-2023	
Source Envelope:	
Document Pages: 6	Signatures: 3
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Cindy Jenkins
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Cindy.Jenkins@claconnect.com
	IP Address: 67.176.12.84

Record Tracking

Status: Original 2/2/2023 7:34:48 PM	Holder: Cindy Jenkins Cindy.Jenkins@claconnect.com	Location: DocuSign
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Signer Events

BJ Pell
bjnsteve95@yahoo.com
Secretary
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Signature

DocuSigned by:

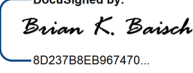
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Using IP Address: 70.58.23.162
Signed using mobile

Timestamp

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Signed: 2/4/2023 8:19:33 AM

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Brian K. Baisch
brian.baisch@baischventures.com
Security Level: Email, Account Authentication (None)

DocuSigned by:

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Using IP Address: 71.205.2.63

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Signed: 2/5/2023 9:17:36 AM

Electronic Record and Signature Disclosure:
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David Patterson
david.patterson@falck.com
President
Security Level: Email, Account Authentication (None)

DocuSigned by:

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Using IP Address: 174.215.18.233
Signed using mobile

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Electronic Record and Signature Disclosure:
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In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp

Certified Delivery Events	Status	Timestamp
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Carbon Copy Events	Status	Timestamp
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Witness Events	Signature	Timestamp
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Notary Events	Signature	Timestamp
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Envelope Summary Events	Status	Timestamps
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Completed	Security Checked	2/5/2023 9:17:36 AM

Payment Events	Status	Timestamps
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